

## **EXHIBIT A**

### **BILL OF SALE**

THIS BILL OF SALE is made this 30th day of September, 2022, by and between  
**Wolfe Tool & Machine Co., 210 Lafayette Street, York, PA 17405-2586 ("WT&M")**  
and  
**Mulkerin Tool & Machine, LLC, 333 E. 7<sup>th</sup> Avenue, York, PA ("Purchaser")**

#### **BACKGROUND:**

Pursuant to an Asset Purchase Agreement dated September 30, 2022, (the "Purchase Agreement"), WT&M has agreed to transfer, sell, convey, assign, and deliver to Purchaser, and Purchaser has agreed to purchase and assume from WT&M, certain assets of WT&M's Business as specified in the Purchase Agreement and herein as the Business Assets. WT&M is executing and delivering this Bill of Sale to Purchaser for the purpose of irrevocably transferring, selling, conveying, assigning and delivering to, and vesting in, Purchaser all of WT&M's right, title and interest in and to the Business Assets, as defined in the Purchase Agreement and herein. All capitalized terms used herein and not specifically defined shall have the meaning ascribed to said terms under the provisions of the Purchase Agreement.

NOW, THEREFORE, in consideration of the foregoing, and the further amount of Ten Dollars (\$10.00) and other good and valuable consideration, the receipt and adequacy of which is hereby acknowledged, the parties hereto, intending to be legally bound hereby, agree as follows:

1. Conveyance of Business Assets. WT&M, by these presents, does bargain, sell, transfer, convey, assign, deliver to, and vest in, Purchaser, its successors and assigns, forever, all of WT&M's right, title and interest, legal and equitable, in and to all of the Business Assets, as defined and described in the Purchase Agreement, including all Schedules thereto, on the Closing Date.

2. Warranty of Title; Assignment; Further Assurances.

(a) WT&M conveys the Business Assets unto Purchaser, its successors and assigns, forever, and WT&M does for itself, its successors and assigns, covenant and agree with Purchaser to warrant and defend the sale and conveyance of the Business Assets against all and every person and persons whomsoever.

(b) WT&M does further, and by these presents, hereby assigns to Purchaser all of WT&M's claims against third parties relating to the items of tangible personal property included among the Business Assets conveyed hereby, including unliquidated rights under manufacturers' and vendors' warranties; and all of WT&M's claims, rights and benefits under or arising out of those contracts assigned herein to Purchaser.

IN WITNESS WHEREOF, the Wolfe Tool & Machine Co. has caused this Bill of Sale to be executed and delivered by its duly authorized officers as of the day and year first above written.

WITNESS/ATTEST:

WOLFE TOOL & MACHINE CO.

Diana B Wolfe

By: Keith E Wolfe  
Keith E. Wolfe President